

**COVER SHEET**

**JOLLIBEE FOODS CORPORATION**  
**Doing business under the name and style of Jollibee**  
(Company's Full Name)

**10/F Jollibee Plaza Building**  
**10 F. Ortigas Jr. Avenue,**  
**Ortigas Center, Pasig City**  
(Company's Address)

**(632) 634-1111**  
Telephone Number

**December 31**  
(Fiscal Year Ending)

**Last Friday of June**  
(Annual Meeting)

**17C**

**JFC's Subsidiary Announces Early Tender Results of its Cash Tender Offer for**  
**USD600MN Guaranteed Senior Perpetual Capital Securities**

(Form Type)

\_\_\_\_\_  
Amendment Designation (If applicable)

\_\_\_\_\_  
(Secondary License Type and File Number)

\_\_\_\_\_  
Cashier

\_\_\_\_\_  
LCU

\_\_\_\_\_  
DTU

**77487**  
S.E.C REG. No.

\_\_\_\_\_  
Central Receiving Unit

\_\_\_\_\_  
File Number

\_\_\_\_\_  
Document I.D.

**SECURITIES AND EXCHANGE COMMISSION  
SEC FORM 17-C  
CURRENT REPORT PURSUANT TO SECTION 17 OF THE  
SECURITIES REGULATIONS CODE (SRC) AND SRC RULE 17 THEREUNDER**

1. Date of Report **October 19, 2021**
2. Commission identification number **77487**
3. BIR Tax Identification No. **000-388-771**
4. **JOLLIBEE FOODS CORPORATION**  
doing business under the name and style of Jollibee  
Exact name of registrant as specified in its charter
5. **PHILIPPINES**  
Province, country or other jurisdiction of incorporation or organization
6. Industry classification code  (SEC Use Only)
7. **10/F JOLLIBEE PLAZA BUILDING, 10 F. ORTIGAS JR. AVENUE, ORTIGAS CENTER,  
PASIG CITY**  
Address of registrant's principal office  
**1605**  
Postal Code
8. **(632) 8634-1111**  
Registrant's telephone number, including area code
9. **N/A**  
Former name, former address and former fiscal year, if changed since last report
10. Securities registered pursuant to Sections 4 and 8 of the RSA  

Title of each Class	Number of shares of Common stock outstanding
<b>Common</b>	<b><u>1,109,570,417</u></b>
<b>Treasury Shares:</b>	
<b>Common</b>	<b><u>16,447,340</u></b>

**Note:** Total common outstanding shares of 1,109,568,417 is inclusive of 21,746,800 total outstanding shares for JFC's stock option program, which also include 3,027,734 remaining shares entrusted with Regis Partners, Inc. Details of shares with Regis Partners, Inc. are as follows:

MSOP Shares:	
Beginning balance (per SEC Form 17-C dated July 6, 2021)	453,172
Shares applied for listing	-
Ending balance, as of October 19, 2021	453,172
ELTIP Shares:	
Beginning Balance (per SEC Form 17-C dated July 6, 2021)	2,574,562
Shares applied for listing	-
Ending balance, as of October 19, 2021	2,574,562
 TOTAL	 3,027,734

**Item 11.**

**Other Events**

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*Subject of the Disclosure:*

Results of Tender Offer by Jollibee Worldwide Pte. Ltd. (“**JWPL**”) as at the Early Tender Time

*Background/Description of the Disclosure:*

This is to update the previous disclosure dated October 4, 2021, that the Tender Offer by JWPL will expire by 4:00 p.m. London time, on November 3, 2021. Please see attached for the announcement submitted to the Singapore Exchange and press release.

*No offer or invitation to acquire any securities is being made pursuant to this press release.*

**JOLLIBEE WORLDWIDE PTE. LTD.**

*(incorporated with limited liability in Singapore)*

**Results of Tender Offer as at the Early Tender Time**

**FOR IMMEDIATE RELEASE**

Reference is made to the announcement of Jollibee Worldwide Pte. Ltd. (the “**Company**”) on October 4, 2021 (the “**Announcement**”) in relation to an offer to purchase (the “**Tender Offer**”) for cash its U.S.\$600,000,000 Guaranteed Senior Perpetual Capital Securities (ISIN: XS2099563228, Common Code: 209956322) (the “**Securities**”) from Holders of the Securities. Capitalized terms used in this announcement have the meanings given to them in the Announcement and in the Tender Offer Memorandum.

The Company hereby announces that:

- (i) it has been advised that, as of 4:00 p.m., London time, on October 18, 2021 (the “**Early Tender Time**”), Holders of Securities had validly tendered and not validly withdrawn US\$203,134,000 in aggregate principal amount of Securities;
- (ii) the Tender Cap has not been reached and all Securities validly tendered at or prior to the Early Tender Time will be accepted for purchase; and
- (iii) as the Company expects that the Financing Condition and all other conditions to the Tender Offer will be fully satisfied prior to October 21, 2021 (the “**Early Settlement Date**”), the Company plans to make payment for Securities validly tendered at or prior to the Early Tender Time and accepted for purchase on the Early Settlement Date at a price equal to (a) the amount of US\$1,000 per US\$1,000 principal amount of Securities plus Accrued Distribution (as defined in the Tender Offer Memorandum), plus (b) an amount equal to US\$16.25 per US\$1,000 principal amount of Securities which constitutes the Early Tender Premium. The Company also expects to cancel such Securities on the same date.

The Tender Offer shall remain open until 4:00 p.m., London time, on November 3, 2021 (the “**Expiration Deadline**”). Payment for and cancellation of any Securities validly tendered pursuant to the Tender Offer after the Early Tender Time but at or prior to the Expiration Deadline and accepted for purchase are anticipated to occur on November 8, 2021.

The dealer managers for the Tender Offer (the “**Dealer Managers**”) are Australia and New Zealand Banking Group Limited, Citigroup Global Markets Limited, BPI Capital Corporation and Credit Suisse (Hong Kong) Limited. The information and tender agent for the Tender Offer is Morrow Sodali Limited (the “**Information and Tender Agent**”). All documentation relating to the Tender Offer, together with any updates, can be found on the Tender Offer Website. Questions about the terms of the Tender Offer should be directed to the Dealer Managers at the telephone numbers and addresses listed below. If you have questions regarding or require additional copies of the Tender Offer Memorandum, please contact the Information and Tender Agent at the telephone number and address listed below.

October 19, 2021

*Information and Tender Agent:*

**Morrow Sodali Limited**

Email: [jollibee@investor.morrowsodali.com](mailto:jollibee@investor.morrowsodali.com)

Tender Offer Website: <https://bonds.morrowsodali.com/jollibee>

**In London:**

103 Wigmore Street  
W1U 1QS  
London  
Telephone: +44 20 4513 6933

**In Hong Kong:**

Unit 23-106,  
LKF Tower  
33 Wyndham Street, Central  
Telephone: +852 2319 4130

*Dealer Managers:*

**Australia and New Zealand Banking Group  
Limited**

10 Collyer Quay  
#21-00 Ocean Financial Centre  
Singapore 049315  
Fax no.: +65 6708 0311  
Attention: Debt Capital Markets Asia

**Citigroup Global Markets Limited**

Citigroup Centre  
Canada Square  
Canary Wharf London E14 5LB  
United Kingdom  
Attention: Debt Syndicate Desk  
Fax: +44 (0) 20 7986 9050  
Email: [liabilitymanagement.asia@citi.com](mailto:liabilitymanagement.asia@citi.com)

**BPI Capital Corporation**

11/F Ayala North Exchange Tower One  
6796 Ayala Avenue corner Salcedo Street  
Makati City, 1229 Philippines  
Fax no.: +632 8246 6004  
Attention: Debt Capital Markets Team

**Credit Suisse (Hong Kong) Limited**

International Commerce Centre, Level 88  
One Austin Road West  
Kowloon  
Hong Kong  
Fax no.: +852 2284 7184  
Attention: Investment Banking &  
Capital Markets - Legal

**DISCLAIMER**

*The distribution of this press release may be restricted by law and persons into whose possession this press release comes are required by the Dealer Managers, the Information and Tender Agent, and the Company to inform themselves about, and to observe, any such restrictions.*

*No offer or invitation to acquire any securities is being made pursuant to this press release. None of this press release or the Tender Offer Memorandum constitutes an invitation to acquire any securities in any jurisdiction in which, or to or from any person to or from whom, it is unlawful to make such invitation under applicable securities laws.*

*None of the Tender Offer, this Tender Offer Memorandum or any other documents or materials pertaining to the Tender Offer have been or will be filed or registered with the Philippine Securities and Exchange Commission under the Securities Regulation Code of the Philippines ("SRC"). Any tender offer or distribution to the public in the Philippines of the Tender Offer Memorandum or any other documents or materials pertaining to the Tender Offer is subject to the registration requirements under the SRC unless such offer or distribution qualifies as an exempt transaction under the SRC.*

*No offer or invitation to acquire any securities is being made pursuant to this press release.*

JOLLIBEE FOODS CORPORATION

**JFC's Subsidiary Announces Early Tender Results of its Cash Tender Offer for USD600MN Guaranteed Senior Perpetual Capital Securities**

**Metro Manila, Philippines, October 19, 2021 – Jollibee Foods Corporation (PSE: JFC) –**

Jollibee Foods Corporation (“JFC”), one of the largest Asian food service companies, announced today the early tender results from its wholly-owned subsidiary, Jollibee Worldwide Pte. Ltd.’s (“JWPL”) offer to purchase for cash (the “Tender Offer”) of its USD600 million Guaranteed Senior Perpetual Capital Securities (ISIN: XS2099563228, Common Code: 209956322) (the “Securities”).

The Tender Offer was announced on October 4, 2021 and is being made to holders of the Guaranteed Senior Perpetual Capital Securities, on the terms and conditions set forth in an offer to purchase statement or Tender Offer Memorandum dated October 4, 2021.

As of 4:00pm, London time, on October 18, 2021 (“the Early Tender Time”), a total of US\$203,134,000 in aggregate principal amount of the Securities were validly tendered and not validly withdrawn, representing 33.86% of the outstanding principal amount.

The Tender Offer provided a source of liquidity at a time of increased volatility in the broader credit markets, demonstrating JFC’s willingness to provide support to its noteholders. At the same time, the success of the buyback allowed JFC to pursue its proactive liability management strategy to prudently strengthen its balance sheet.

The Tender Offer will be funded by JFC’s recent issuance of 12,000,000 Series A and Series B cumulative, non-voting, non- participating, non-convertible, redeemable, peso-denominated perpetual preferred shares under JFC’s 20,000,000 Preferred Shares Shelf Registration with the Philippine Securities and Exchange Commission. With the completion of both transactions, along with other actions related to financing and financial management, by December 2021, JFC expects to have fewer debt obligations, more distributed financial maturities over the next few years, lower foreign exchange risks and better leverage and debt servicing ratios. All these actions will support JFC in maintaining its capability to finance its profitable growth, which is forecasted to accelerate in the next few months and years, as the JFC Group plans to accelerate its worldwide store expansion in 2022 and onward.

The Tender Offer will expire on November 3, 2021 (by 4:00 p.m. London time) unless extended or the Tender Offer is earlier terminated by JWPL.

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*The distribution of this press release may be restricted by law and persons into whose possession this press release comes are required by JFC, JWPL and the Dealer Managers and the Information and Tender Agent who are involved in the Tender Offer to inform themselves about, and to observe, any such restrictions.*


*No offer or invitation to acquire any securities is being made pursuant to this press release. None of this press release or the Tender Offer Memorandum constitutes an invitation to acquire any securities in any jurisdiction in which, or to or from any person to or from whom, it is unlawful to make such invitation under applicable securities laws.*

## **SIGNATURE**

Pursuant to the requirements of the Securities Regulation Code, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**SIGNATURE:**

**JOLLIBEE FOODS CORPORATION**  
Registrant



**YSMAEL V. BAYSA**  
Chief Financial Officer &  
Corporate Information Officer